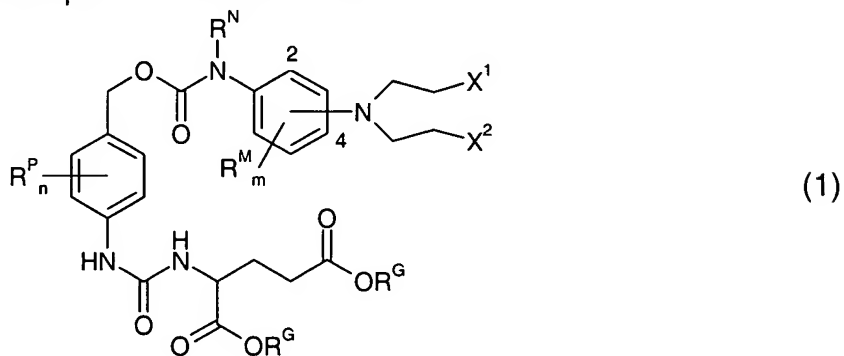


AMENDMENTS TO THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

1-122. (cancelled)

123. (new) A compound of the formula:



wherein:

R^N is independently C_{1-7} alkyl;

X^1 is independently -I, -Br, or -Cl;

X^2 is independently -I, -Br, or -Cl;

the group $-N(CH_2CH_2X^1)(CH_2CH_2X^2)$ is independently attached at the 2-position or at the 4-position;

each R^G is independently -H or an ester substituent;

n is independently an integer from 0 to 4;

each R^P , if present, is independently a phenyl substituent;

m is independently an integer from 0 to 4;

each R^M , if present, is independently a mustard substituent;

and pharmaceutically acceptable salts, solvates, amides, and esters thereof.

124. (new) A compound according to claim 123, wherein R^N is independently unsubstituted aliphatic C_{1-7} alkyl.
125. (new) A compound according to claim 123, wherein R^N is independently unsubstituted aliphatic C_{1-4} alkyl.
126. (new) A compound according to claim 123, wherein R^N is independently -Me, -Et, -nPr, -iPr, -allyl, -nBu, -sBu, -iBu, or -tBu.
127. (new) A compound according to claim 123, wherein R^N is independently -Me or -Et.
128. (new) A compound according to claim 123, wherein R^N is independently -Me.
129. (new) A compound according to claim 123, wherein each of X^1 and X^2 is independently -I.
130. (new) A compound according to claim 123, wherein each of X^1 and X^2 is independently -Br.
131. (new) A compound according to claim 123, wherein each of X^1 and X^2 is independently -Cl.

132. (new) A compound according to claim 123, wherein
R^N is independently C₁₋₄alkyl; and,
each X is independently -Cl, -Br or -I.
133. (new) A compound according to claim 123, wherein
R^N is independently -Me; and,
each X is independently -Cl, -Br or -I.
134. (new) A compound according to claim 123, wherein
R^N is independently C₁₋₄alkyl; and,
each X is independently -I.
135. (new) A compound according to claim 123, wherein
R^N is independently -Et or -Me; and,
each X is independently -I.
136. (new) A compound according to claim 123, wherein
R^N is independently -Me; and,
each X is independently -I.
137. (new) A compound according to claim 123, wherein the group
-N(CH₂CH₂X¹)(CH₂CH₂X²) is independently attached at the 4-position.

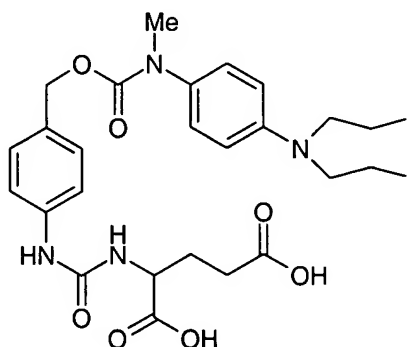
138. (new) A compound according to claim 123, wherein
R^N is independently C₁₋₄alkyl;
each X is independently -Cl, -Br or -I; and,
the group -N(CH₂CH₂X)₂ is independently attached at the 4-position.
139. (new) A compound according to claim 123, wherein
R^N is independently -Me;
each X is independently -Cl, -Br or -I; and,
the group -N(CH₂CH₂X)₂ is independently attached at the 4-position.
140. (new) A compound according to claim 123, wherein
R^N is independently C₁₋₄alkyl;
each X is independently -I; and,
the group -N(CH₂CH₂X)₂ is independently attached at the 4-position.
141. (new) A compound according to claim 123, wherein
R^N is independently -Et or -Me;
each X is independently -I; and,
the group -N(CH₂CH₂X)₂ is independently attached at the 4-position.

142. (new) A compound according to claim 123, wherein
R^N is independently -Me;
each X is independently -I; and,
the group -N(CH₂CH₂X)₂ is independently attached at the 4-position.
143. (new) A compound according to claim 123, wherein n is 0, 1, or 2.
144. (new) A compound according to claim 138, wherein n is 0.
145. (new) A compound according to claim 123, wherein each R^P, if present, is
independently halo, C₁₋₄alkyl, nitro, or cyano.
146. (new) A compound according to claim 123, wherein each R^P, if present, is
independently:
-F, -Cl, -Br, -I, -Me, -Et, -nPr, -iPr, -nBu, -sBu, -iBu, -tBu, -NO₂, or -CN.
147. (new) A compound according to claim 123, wherein each R^P, if present, is
independently -F, -Cl, -Br, or -I.
148. (new) A compound according to claim 123, wherein m is 0, 1, or 2.
149. (new) A compound according to claim 138, wherein m is 0.

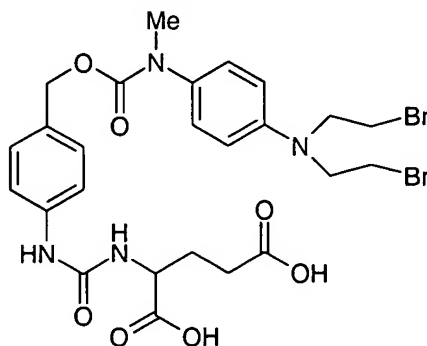
150. (new) A compound according to claim 144, wherein m is 0.
151. (new) A compound according to claim 123, wherein each R^M , if present, is independently selected from: C_{1-4} alkyl; C_{1-4} alkoxy; amino; halo; C_{1-4} alkylthio; acyl; ester; amido; cyano; nitro; and, C_{5-6} aryl.
152. (new) A compound according to claim 123, wherein each R^M , if present, is independently selected from:
- Me, -Et, -nPr, -iPr, -nBu, -sBu, -iBu, -tBu;
 - CF₃, -CH₂F, -CH₂CF₃, -CH₂CH₂F; -CF₂CF₃;
 - OMe, -OEt, -O-nPr, -O-iPr, -O-nBu, -O-sBu, -O-iBu, -O-tBu;
 - OCF₃, -OCH₂F, -OCH₂CF₃, -OCH₂CH₂F; -OCF₂CF₃;
 - NH₂, -NMe₂, -NEt₂, -N(nPr)₂, -N(iPr)₂,
 - F, -Cl, -Br, -I;
 - SMe, -SEt;
 - C(=O)Me;
 - C(=O)OMe, -C(=O)OEt;
 - CONH₂, -CONHMe;
 - CN;
 - NO₂; and,
 - Ph.

153. (new) A compound according to claim 123, wherein each R^M , if present, is independently selected from:
-Me, -Et, -CF₃, -OMe, -OEt, -NH₂, and -NMe₂.
154. (new) A compound according to claim 123, wherein each R^G is independently -H.
155. (new) A compound according to claim 123, wherein each R^G is independently -H, unsubstituted C₁₋₇alkyl, substituted C₁₋₇alkyl, or silyl.
156. (new) A compound according to claim 123, wherein each R^G is independently -H; unsubstituted C₁₋₄alkyl; C₁₋₄alkyl substituted with one or more groups selected from optionally substituted C₅₋₂₀aryl, C₁₋₇alkoxy, C₁₋₇alkylthio, and acyloxy; or -SiR^S₃, wherein each R^S is independently -H or C₁₋₄alkyl.
157. (new) A compound according to claim 123, wherein each R^G is independently -H; -Me; -Et; -nPr; -iPr; -allyl; -nBu; -sBu; -iBu; -tBu; C₁₋₄alkyl substituted with one or more groups selected from optionally substituted phenyl, methoxy, methylthio, acetoxy, and benzoyloxy; -Si(Me)₃; -Si(Et)₃; -Si(iPr)₃; -Si(tBu)(CH₃)₂; or -Si(tBu)₃.

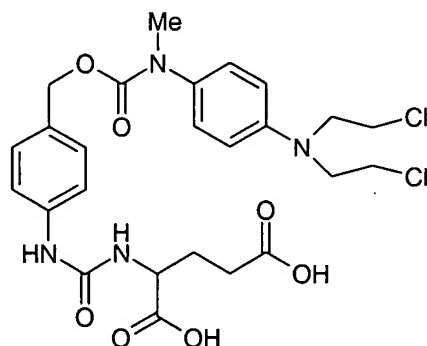
158. (new) A compound according to claim 123, wherein each R^G is independently (1) t-butyl, (2) allyl, (3) tri-isopropylsilyl, (4) acetoxymethyl, (5) methoxymethyl, (6) methylthiomethyl, (7) p-methoxyphenylmethyl, (8) bis(o-nitrophenyl)methyl, (9) benzyl, or (10) diphenylmethyl.
159. (new) A compound according to claim 123, wherein each R^G is independently (1) t-butyl, (2) allyl, or (3) tri-isopropylsilyl.
160. (new) A compound according to claim 123, wherein each R^G is independently (1) allyl.
161. (new) A compound selected from compounds of the following formula (P-1), and pharmaceutically acceptable salts, solvates, amides, and esters thereof:



162. (new) A compound selected from compounds of the following formula (P-2), and pharmaceutically acceptable salts, solvates, amides, and esters thereof:



163. (new) A compound selected from compounds of the following formula (P-3), and pharmaceutically acceptable salts, solvates, amides, and esters thereof:



164. (new) A composition comprising a compound according to claim 123, and a pharmaceutically acceptable carrier.

165. (new) A kit comprising:

- (a) a compound according to claim 123; and
- (b) instructions for use.

166. (new) A kit comprising:
- (a) a compound according to claim 123;
 - (b) an antibody or fragment thereof conjugated or fused to a carboxypeptidase enzyme; and,
 - (c) instructions for use.
167. (new) A kit comprising:
- (a) a compound according to claim 123;
 - (b) a nucleic acid encoding a carboxypeptidase enzyme; and,
 - (c) instructions for use.
168. (new) A method of (a) regulating proliferation of a cell; (b) inhibiting cell cycle progression of a cell; (c) promoting apoptosis of a cell; or (d) a combination of one or more of these, *in vitro* or *in vivo*, comprising contacting the cell with an effective amount of a compound according to claim 123.
169. (new) A method of treatment of a proliferative condition comprising administering to a subject in need of treatment a therapeutically-effective amount of a compound according to claim 123.

170. (new) A method of treatment of cancer comprising administering to a subject in need of treatment a therapeutically-effective amount of a compound according to claim 123.
171. (new) A method of (a) regulating proliferation of a cell; (b) inhibiting cell cycle progression of a cell; (c) promoting apoptosis of a cell; or (d) a combination of one or more of these, *in vitro* or *in vivo*, comprising contacting the cell with a therapeutically-effective amount of a compound according to claim 123, in the presence of a carboxypeptidase enzyme.
172. (new) A method of treatment of a proliferative condition comprising administering to a subject in need of treatment a therapeutically-effective amount of a compound according to claim 123, in the presence of a carboxypeptidase enzyme.
173. (new) A method of treatment of cancer comprising administering to a subject in need of treatment a therapeutically-effective amount of a compound according to claim 123, in the presence of a carboxypeptidase enzyme.

174. (new) A method of (a) regulating proliferation of a cell; (b) inhibiting cell cycle progression of a cell; (c) promoting apoptosis of a cell; or (d) a combination of one or more of these, *in vitro* or *in vivo*, comprising:
- (i) contacting the cell with an antibody or fragment thereof conjugated or fused to a carboxypeptidase enzyme; and,
 - (ii) contacting the cell with a therapeutically-effective amount of a compound according to claim 123.
175. (new) A method of treatment of a proliferative condition, comprising administering to a subject in need of treatment:
- (i) an antibody or fragment thereof conjugated or fused to a carboxypeptidase enzyme; and,
 - (ii) contacting the cell with a therapeutically-effective amount of a compound according to claim 123.
176. (new) A method of treatment of cancer, comprising administering to a subject in need of treatment:
- (i) an antibody or fragment thereof conjugated or fused to a carboxypeptidase enzyme; and,
 - (ii) contacting the cell with a therapeutically-effective amount of a compound according to claim 123.

177. (new) A method of (a) regulating proliferation of a cell; (b) inhibiting cell cycle progression of a cell; (c) promoting apoptosis of a cell; or (d) a combination of one or more of these, *in vitro* or *in vivo*, comprising:

(i) contacting the cell with a nucleic acid encoding a carboxypeptidase enzyme; and,

(ii) contacting the cell with a therapeutically-effective amount of a compound according to claim 123.

178. (new) A method of treatment of a proliferative condition, comprising administering to a subject in need of treatment:

(i) a nucleic acid encoding a carboxypeptidase enzyme; and,

(ii) a therapeutically-effective amount of a compound according to claim 123.

179. (new) A method of treatment of cancer, comprising administering to a subject in need of treatment:

(i) a nucleic acid encoding a carboxypeptidase enzyme; and,

(ii) a therapeutically-effective amount of a compound according to claim 123.